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Attorneys for USACM Liquidating Trust

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

USA Commercial Mortgage Company,

Debtor.

Case No. BK-S-06-10725-LBR

Chapter 11

**Declaration Of Geoffrey L. Berman In
Support of Motion To Extend The
USACM Trust's Scheduled
Termination Date**

Date: March 1, 2012

Time: 10:00 a.m.

Estimated Time for Hearing: 10 minutes

Geoffrey L. Berman declares under penalty of perjury:

1. I am an adult person competent to testify in court.
2. I make this declaration based upon my personal knowledge, and upon the records of USA Commercial Mortgage Company ("USACM").
3. I am the Trustee of the USACM Liquidating Trust ("USACM Trust"), which is an entity created by the Debtors' Third Amended Joint Chapter 11 Plan of Reorganization, in the jointly-administered bankruptcy cases, In re USA Commercial Mortgage Company, BK-S-06-10725-LBR, pending in the United States Bankruptcy Court for the District of Nevada.
4. In accordance with the Estate Administration and Liquidating Trust Agreement and Declaration of Trust (attached as Exhibit A to USACM Liquidating

1 Trust's Motion to Extend Scheduled Termination of USACM Trust) the USACM Trust is
2 scheduled to terminate on March 12, 2012.

3 5. Since being appointed as the Trustee of the USACM Trust, I have executed
4 my fiduciary duties and responsibilities as Trustee to the best of my ability and with
5 expediency in order to fulfill the USACM Trust's purpose to liquidate and distribute
6 USACM Trust assets for the benefit of the beneficiaries.

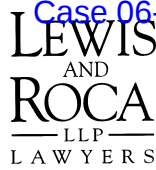
7 6. Despite these efforts, I do not believe that the USACM Trust's purpose of
8 liquidating and distributing assets to beneficiaries can be completed before the March 12,
9 2012 scheduled termination. This conclusion is based on the existence of pending
10 litigation issues that stand in the way of final liquidation and distribution, including, but
11 not limited to, a pending appeal before the Ninth Circuit Court of Appeals¹ and a variety
12 of other unresolved claim litigation issues. The Trust is also continuing efforts to collect
13 on millions of dollars of judgments it has obtained through litigation against various
14 defendants since the inception of the Trust.

15 7. I believe that extending the termination of the USACM Trust from
16 March 12, 2012 to March 12, 2013 would be in the best interests of the beneficiaries and
17 necessary to achieve the USACM Trust's primary purpose.

18 8. I believe this additional time will allow the USACM Trust to complete the
19 claims litigation process and dispose of all other pending matters that must be determined
20 before final liquidation and winding up.

21 9. At my request, the USACM Liquidating Trust Committee Members
22 consented to the requested extension.

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26 ¹ Case Number 2:08-cv-00461-PMP-PAL (*USACM Liquidating Trust et al v. Deloitte & Touche, LLP et al*). The appeal is fully briefed, but the Ninth Circuit Court of Appeals has yet to set a date for oral argument.



1 I make this declaration under penalty of perjury of the laws of the United States of
2 America on January 24, 2012.

3 By /s/ Geoffrey L. Berman
4 Geoffrey L. Berman
5 Trustee

6 Proof of service

7 Copy of the foregoing emailed on January 24, 2012
8 to the Post Effective Date Limited Service List and the
9 USACM Liquidating Trust Committee Members listed below.

10 Donald Walker (drwalker1@cox.net)
11 Michael Tucker (Michael.Tucker@FTIconsulting.com)
12 Chas Harvick (Chas.Harvick@FTIconsulting.com)
13 Janet L. Chubb (jchubb@armstrongteasdale.com)
14 Suzanne Nounna (Suzanne@suzanneim.com)
15 James R. Bonfiglio (jbonfiglio62@yahoo.com)'

16 s/Renee L. Creswell
17 Lewis and Roca LLP
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